

ASSIGNMENT

WHEREAS, GORDON T. BROWN (hereinafter referred to as ASSIGNOR), an individual residing at 2045 Murdstone Road, Pittsburgh, Pennsylvania 15241, is the owner of the entire right, title and interest in and to United States Patent Application Serial No. 09/975,457 having a filing date of October 11, 2001, and United States Patent Application Serial No. 09/975,458 having a filing date of October 11, 2001, both for "AUTOMATED ACCOUNTING SYSTEM", and of the inventions therein described; and

WHEREAS, NOAH SYSTEMS, INC. (hereinafter referred to as ASSIGNEE), a Corporation organized under the laws of the Commonwealth of Pennsylvania and having a principal place of business at 2045 Murdstone Road, Pittsburgh, Pennsylvania 15241, is desirous of acquiring the entire right, title and interest in, to and under said inventions and in, to and under any Letters Patents or similar legal protection obtained therefor in the United States and in any and all foreign countries.

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN: Be it known that in consideration of the payment by ASSIGNEE to ASSIGNOR of the sum of One Dollar (\$1.00), the receipt and sufficiency of which is hereby acknowledged, and for other good and valuable consideration, ASSIGNOR hereby sells, assigns and transfers to ASSIGNEE, its lawful successors and assigns, the full and exclusive right, title and interest to said inventions in the United States and its territorial possessions and in all foreign countries and to all Letters Patents or similar legal protection in the United States and its territorial possessions and in any and all foreign countries to be obtained for said inventions by said applications or any continuation, division, continuation-in-part, re-examination, renewal, substitute, extension or reissue thereof or any legal equivalent thereof in a foreign country for the full term or terms for which the same may be granted; and authorize and request the Commissioner of Patents of the United States and any official of any foreign country whose duty it is to issue patents or legal equivalents thereto, to issue same for the inventions to ASSIGNEE, its lawful successors and assigns.

IN WITNESS WHEREOF, ASSIGNOR has caused the hand of its proper office
to be subscribed hereto this 8TH day of MAY, 2002.

Gordon T. Brown
Gordon T. Brown

State of Pennsylvania :
County of Allegheny : ss.

Before me, a Notary Public in and for the said County and State, personally appeared
GORDON T. BROWN who acknowledged that he is the person who executed the foregoing
Assignment and acknowledged it to be his free and voluntary act and deed.

Witness my hand and notarial seal this 8TH day of MAY, 2002.

Jessica Gumbel
Notary Public

(NOTARIAL SEAL)

